FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

WITH

INDEPENDENT AUDITORS' REPORT

TABLE OF CONTENTS

INDEPENDENT AUDITORS' REPORT	1
BALANCE SHEETS	2
INCOME STATEMENTS	3
STATEMENTS OF FUND EQUITY	4
STATEMENTS OF CASH FLOWS	5
NOTES TO THE FINANCIAL STATEMENTS	6 - 13

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INDEPENDENT AUDITORS' REPORT

Board of Directors
The Garrard County Water Association, Inc.

We have audited the accompanying financial statements of The Garrard County Water Association, Inc. (a nonprofit organization), which comprise the balance sheets as of December 31, 2017 and 2016, and the related statements of income, fund equity, and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility For Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit includes performing procedures to obtain audit evidence about amounts and disclosures in the financial statements. The procedures selected depend upon the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Garrard County Water Association, Inc. as of December 31, 2017 and 2016, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Robinson, Hughes & Christopher, P.S.C.

ROBINSON, HUGHES & CHRISTOPHER, P.S.C. Certified Public Accountants

February 28, 2018

THE GARRARD COUNTY WATER ASSOCIATION, INC. ${\bf BALANCE~SHEETS}$

	December 31 2017	, December 31, 2016
<u>ASSETS</u>		
CURRENT ASSETS: Cash on hand	\$ 30	0 \$ 300
Cash on deposit Accounts receivable - trade (net of allowances for uncollectible	606,19	
accounts of \$9,044 and \$9,008 respectively) Due from employees - health insurance	159,98 11	· · · · · · · · · · · · · · · · · · ·
Tap on fees receivable Interest and dividends receivable	3,04 15,36	5,000
Prepaid insurance Encroachment permit deposit	15,63 15,63 75,00	5 14,608
Total Current Assets	875,63	
RESTRICTED ASSETS: Cash in bank - Extension Escrow Account	50	
Total Restricted Assets	50	500
INVESTMENTS: Certificates of deposit - held to maturity	3,239,40	
Debt and equity securities Total Investments	627,41 3,866,82	
FIXED ASSETS, LESS DEPRECIATION	8,727,77	_
TOTAL ASSETS	\$ 13,470,73	
LIABILITIES AND FUND EQUITY		
CURRENT LIABILITIES: Accounts payable	\$ 94,21	
Construction costs payable Payroll taxes payable	59,73 3,55	
Contributions in advance of new connections	13,05	
Rent deposit payable Total Current Liabilities	1,00 171,55	
LONG-TERM LIABILITIES:		
Construction costs payable Total Long-term Liabilities	$\frac{202,52}{202,52}$	
LIABILITIES PAYABLE FROM RESTRICTED CASH:		
Payable from extension escrow deposits Total Liabilities Payable from Restricted Cash	50	
TOTAL LIABILITIES	374,57	6 91,497
FUND EQUITY:		
Contributed capital Retained earnings	9,492,35 3,603,81	
Total Fund Equity	13,096,16	
TOTAL LIABILITIES AND FUND EQUITY	\$ 13,470,73	

INCOME STATEMENTS

	For The Year Ended	d December 31,
	2017	2016
OPERATING REVENUE:		
Water sales - metered	\$ 1,865,184	\$ 1,847,725
Service charges	88,002	87,824
Bulk water sales	2,543	2,548
Machine hire and labor	2,798	3,380
Hydrant fees	1,150	1,150
Miscellaneous	705_	451
Total Operating Revenue	1,960,382	1,943,078
OPERATING EXPENSES:		
Purchased water	852,704	830,928
Depreciation	441,795	424,682
Salaries (net of capitalized labor)	300,372	288,496
Repairs and maintenance	95,780	77,094
Group insurance	35,283	38,050
Legal and accounting	33,612	25,572
Postage	30,910	31,135
Insurance	30,501	29,718
Utilities and telephone	28,447	27,347
Payroll taxes	25,109	24,852
Directors' fees	20,750	22,250
Bill processing fees	16,956	11,599
Bad debts	16,656	21,171
Gas and oil	12,571	11,238
Pension expense	9,843	10,578
Water sampling	6,299	12,977
Office supplies	5,308	3,401
PSC assessment	4,138	3,735
Collection fees - loading stations	1,200	1,224
Other	8,341	14,369
Total Operating Expenses	1,976,575	1,910,416
OPERATING INCOME (LOSS)	(16,193)	32,662
OTHER INCOME (EXPENSE):		
Investment income	111,527	108,954
Investment fees	(2,227)	(2,558)
Rent income	4,500	4,100
Gain on disposition of equipment	3,100	16,950
NET INCOME	\$ 100,707	\$ 160,108

[&]quot;See accompanying notes."

THE GARRARD COUNTY WATER ASSOCIATION, INC. STATEMENTS OF FUND EQUITY FOR THE YEARS ENDED DECEMBER 31, 2017 AND 2016

	Contributed Capital	Retained Earnings	Total Fund Equity
Beginning balance January 1, 2016	\$ 9,412,092	\$ 3,342,996	\$ 12,755,088
CONTRIBUTED CAPITAL: Contributions in aid of construction received or credited Refunds to developers for line construction costs	44,875 (365)		44,875 (365)
NET INCOME FOR THE PERIOD		160,108	160,108
Ending balance December 31, 2016	9,456,602	3,503,104	12,959,706
CONTRIBUTED CAPITAL: Contributions in aid of construction received or credited Line donated by developer NET INCOME FOR THE PERIOD	32,050 3,700	100,707	32,050 3,700 100,707
Ending balance December 31, 2017	\$ 9,492,352	\$ 3,603,811	\$ 13,096,163

STATEMENTS OF CASH FLOWS

	For The Year End	ded December 31,
	2017	2016
Cash Flows From Operating Activities:		_
Net income	\$ 100,707	\$ 160,108
Adjustments to reconcile net income to net		
cash provided by operating activities:		
Depreciation	441,795	424,682
Gain on disposition of equipment	(3,100)	(16,950)
Realized (gain) or loss on investments	5,718	-
Unrealized (gain) or loss on investments	(23,091)	(23,969)
Change in:		
Accounts receivable	(13,302)	(24,320)
Other receivables	1,840	(5,000)
Interest receivable	(4,043)	(4,272)
Prepaid expenses	(1,027)	418
Accounts payable and accrued expenses	8,225	(28,936)
Rent deposit payable	1,000	-
Net Cash Provided By Operating Activities	514,722	481,761
Cash Flows From Investing Activities:		
Fixed assets purchased	(935,047)	(231,237)
Proceeds from sale of fixed assets	3,100	-
Encroachment permit deposit	(75,000)	
Proceeds from investments sold and matured	866,811	947,001
Investments purchased	(1,201,071)	(623,922)
Net Cash Provided By (Used In) Investing Activities	(1,341,207)	91,842
Cash Flows From Financing Activities:		
Contributions from customers in aid of meter installations	32,050	39,875
Contributions from customers in advance of meter installations	11,600	1,450
Refunds to developers for line construction costs	-	(365)
Customer contributions in aid of extension construction	-	5,000
Increase in construction costs payable	262,254	-
Net Cash Provided By Financing Activities	305,904	45,960
Net increase (decrease) in cash	(520,581)	619,563
Cash at beginning of year	1,127,073	507,510
Cash at end of year	\$ 606,492	\$ 1,127,073

Supplemental Schedule of Noncash Investing and Financing Activities:

During 2016, two fully depreciated trucks were traded in on new trucks. The trade-in allowances received totaled \$16,950.

During 2017, a water service line costing \$3,700 was donated to the Association.

[&]quot;See accompanying notes."

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE I - Nature of Activities and Summary of Significant Accounting Policies

Nature of Activities

The Garrard County Water Association, Inc. (the Association) was incorporated on February 3, 1970. The Association sells water to residential, agricultural, and commercial customers in much of rural Garrard County and parts of Madison, Lincoln, and Rockcastle Counties, Kentucky.

Basis of Accounting

The financial statements of the Association have been prepared in accordance with generally accepted accounting principles (GAAP) and accordingly, reflect all significant receivables, payables and other liabilities.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

Cash and Cash Equivalents

For purposes of the statement of cash flows, all bank deposits and repurchase agreements purchased with a maturity of three months or less are considered to be cash equivalents. Overdrafts are treated as components of cash if the bank has the right of offset against other deposits.

Accounts Receivable - Trade

Receivables for water sales are recorded monthly following the reading of meters and verification of those readings.

On a quarterly basis, the Association's board of directors is provided with a listing of accounts deemed to be uncollectible. Generally, this listing is comprised of customers who have moved without paying their water bill and for which no forwarding address can be found. After reviewing the listing, the board approves charging off the accounts.

The allowance for doubtful accounts is calculated using the percentage of sales charged off over the the most recent five years multiplied by the customer accounts receivable outstanding.

Inventory

Materials and supplies are expensed when purchased with no inventory account being maintained. Management considers such inventories immaterial in relation to the financial statements taken as a whole.

Investments

Investments in certificates of deposit which the Association has both the intention and ability to hold to maturity are reported at cost.

Investments in equity securities with readily determinable fair values and all investments in debt securities are reported at fair value on the balance sheet.

Investment income consists of interest and dividend income on investments as well as realized and unrealized gains. Investment fees are recognized as an expense.

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE I - Nature of Activities and Summary of Significant Accounting Policies (continued)

Fixed Assets

Fixed assets purchased by the Association are recorded at cost. New line additions received from subdivision developers and others are recorded at the cost incurred to construct the additions. Other fixed assets donated to the Association are recorded at fair value at the time of the donation. Fixed asset additions costing less than \$500 are charged to expense as purchases are made. Fixed assets are reported on the financial statements net of an allowance for depreciation. Depreciation expense has been calculated on the straight-line basis over the estimated useful lives of the assets.

Contributed Capital

Customer connection fees received for existing lines, grants received, and service lines contributed by others have been accorded the same treatment in these statements as that required by the Public Service Commission. This policy results in such amounts being credited directly to contributed capital rather than being recorded as income. Connection fees received for new lines are recorded as liabilities until construction is completed.

Reimbursements to developers for partial cost of line additions are offset against contributed capital.

Income Taxes

The Association has been classified as exempt from income taxes under IRC Section 501(c)(12) and will retain this exemption as long as at least 85% of its gross income consists of amounts collected from members for the sole purpose of meeting losses and expenses. Management monitors to make certain that the 85% test described above is met and that all income not collected from members is excluded from tax under IRC Sections 512, 513, or 514. Accordingly, management has determined that no provision for income taxes is needed and that no significant exposure to risk of assessment of income or excise taxes currently exists. The federal returns for the current and preceding three years remain subject to examination.

NOTE II - Deposits

A. Accounts Maintained

The Association maintains the following accounts - Revenue Funds, Operation and Maintenance and Depreciation Reserve.

All income collected, with the exception of interest credited to other interest bearing checking accounts, is deposited to the Revenue Funds Account.

An amount sufficient to pay reasonable and necessary current expenses is to be maintained in the Operation and Maintenance Account. The Association transfers funds from the Revenue Funds Account at the beginning of each month in order to meet these expenses.

The Association has also established a Depreciation Reserve Account to be drawn against for large and non-recurring expenditures.

B. Deposit Security

The Association maintains its deposits with various banks. At December 31, 2017, \$3,328,600 of the balance was covered by standard federal depository insurance and \$517,501 was secured by securities under a repurchase agreement described on the next page.

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE II - Deposits (continued)

Pursuant to a sweep account agreement with a local bank, a balance of \$25,000 is maintained in a non-interest bearing checking account. On a daily basis, funds are either swept out of or into the account as necessary to maintain the \$25,000 balance. The funds in excess of \$25,000 are placed in retail repurchase agreements (Repos). The Repos evidence a borrowing by the bank to be fully collateralized by securities which are the direct obligation of, or the principal and interest of which are fully guaranteed by, the United States, one of its agencies, or investment grade securities or investment grade corporate bonds. All securities which are part of the repurchase agreement are held by a third party custodian which serves as agent for the Association.

C. Summary of Account Balances							Certi	ficates	
		Cash on Deposit						eposit	
	No	n-Interest		Interest			Inclu	ded in	Total
	E	Bearing	Bearing Total		Investment		Deposits		
Revenue Funds	\$	25,000	\$	517,501	\$	542,501	\$	_	\$ 542,501
Operations and Maintenance		12,463		-		12,463		-	12,463
Depreciation Reserve		-		51,228		51,228	3,2	39,409	3,290,637
Total Unrestricted Deposits		37,463		568,729		606,192	3,2	39,409	3,845,601
Restricted - Extension escrow		500				500		-	500
Total deposits	\$	37,963	\$	568,729	\$	606,692	\$ 3,2	39,409	\$3,846,101

D. Maturities - Certificates of Deposit

A breakdown of certificates of deposit by year of maturity is as follows:

2018	\$ 593,409
2019	247,000
2020	300,000
2021	799,000
2022	1,300,000
	\$ 3,239,409

E. Restricted Cash

The Association requires developers of new subdivisions and others desiring to add privately sponsored extensions to make deposits to an Extension Escrow Account to cover the cost of waterline extensions. The waterline construction costs are then paid from the Escrow Account as incurred. Any deposits remaining at the end of the construction are refunded to the sponsor of the extension.

Note III - Investments - Debt and Equity Securities

In addition to investments in certificates of deposit described in Note II, the Association has invested in various debt and equity securities. As previously stated, these investments are reported at fair value on the balance sheet.

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

Note III - Investments - Debt and Equity Securities (continued)

GAAP defines fair value as the exchange price that would be received for an asset or paid to transfer a liability in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants at the measurement date. GAAP also establishes a fair value hierarchy that requires the Association to maximize the use of observable inputs when measuring fair value. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Association's market assumptions. The three levels to the fair value hierarchy are as follows:

Level 1 - Quoted prices for identical assets or liabilities in active markets.

Level 2 - Quoted prices for similar assets or liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; inputs other than quoted prices that are observable for the asset or liability; or market-corroborated inputs.

Level 3 - Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

During 2017 and 2016, all of the Association's debt and equity securities were measured using either level 1 or level 2 inputs. The following tables represent debt and equity investments that are measured at fair value on a recurring basis at December 31, 2017 and 2016:

	D	ecen	nber 31, 2017	
·	<u>Total</u>		Level 1	 Level 2
Corporate bonds and notes	\$ 197,673	\$	-	\$ 197,673
Mutual fund - balanced fund	173,427		173,427	
Equity mutual funds	92,016		92,016	
Mutual funds investing in interest bearing securities	65,393		65,393	
Mutual funds - real estate	46,117		46,117	
Closed end utility fund	20,736		20,736	
Money market fund	18,350		18,350	-
Exchange traded fund - S&P U.S. Preferred Stock Index	13,705		13,705	
Total	\$ 627,417	\$	429,744	\$ 197,673
	D	ecer	nber 31, 2016	
	Total D	ecer	nber 31, 2016 Level 1	Level 2
Mutual funds investing in interest bearing securities	\$ 	ecer \$		\$ Level 2
Mutual funds investing in interest bearing securities Corporate bonds and notes	\$ Total		Level 1	Level 2 - 195,110
Corporate bonds and notes	\$ <u>Total</u> 220,115		Level 1	- -
	\$ Total 220,115 195,110		<u>Level 1</u> 220,115	- -
Corporate bonds and notes Equity mutual funds Mutual funds - real estate	\$ Total 220,115 195,110 81,519		Level 1 220,115 81,519	- -
Corporate bonds and notes Equity mutual funds Mutual funds - real estate Closed end utility fund	\$ Total 220,115 195,110 81,519 42,646		Level 1 220,115 81,519 42,646	- -
Corporate bonds and notes Equity mutual funds Mutual funds - real estate	\$ Total 220,115 195,110 81,519 42,646 19,642		Level 1 220,115 81,519 42,646 19,642	- -
Corporate bonds and notes Equity mutual funds Mutual funds - real estate Closed end utility fund Exchange traded fund - S&P U.S. Preferred Stock Index	\$ Total 220,115 195,110 81,519 42,646 19,642 13,395		Level 1 220,115 81,519 42,646 19,642 13,395	- -

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE IV - Investment Income

Investment income consisted of the following:

	<u>For </u>	<u>the year end</u>	ed December 31			
	2017 2016					
Interest income	\$	73,865	\$	74,383		
Dividends		20,289		9,964		
Unrealized gain on investments		23,091		24,607		
Realized loss on investments		(5,718)		-		
Total	\$	111,527	\$	108,954		

NOTE V - Accounts Receivable - Trade

As of December 31, 2017, the outstanding trade accounts receivable consisted of the following.

		Period Since Due Date							
	-	3	30-59		60-89	90	0 Days		
	Current		Days		Days	an	d Over		Total
Customers	\$139,820	\$	8,209	\$	14,252	\$	5,123	\$	167,404
Miscellaneous	1,020				_		604		1,624_
Total	\$140,840	\$	8,209	\$	14,252	\$	5,727	\$	169,028

NOTE VI - Fixed Assets

Fixed assets consisted of the following at December 31, 2017 and 2016:

	Depreciable	Historical (Cost Basis
	Lives -Years	2017	2016
Land and land rights	N/A	\$ 99,907	\$ 99,907
Land held for rental	N/A	24,004	24,004
Distribution reservoirs and standpipes	40 - 50	1,255,843	1,247,443
Transmission and distribution mains	40 - 50	12,534,128	12,530,428
Fire mains	50	6,803	6,803
Meters and meter installations	40 -50	1,588,340	1,568,653
Hydrants	40 -50	8,859	8,859
Maintenance equipment	5 - 10	309,925	248,555
Loading station equipment	10	2,750	2,750
Buildings	25 - 40	133,644	133,644
Rental building	40	53,758	53,758
Office equipment	5	42,928	36,394
Construction in process	N/A	858,531	25,105
Total		16,919,420	15,986,303
Less: Accumulated depreciation		8,191,642	<u>7,755,477</u>
Total Fixed Assets		\$ 8,727,778	\$ 8,230,826

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE VII - Long-term Debt

As further discussed in Note X, at December 31, 2017, the Association owed \$202,523 in construction costs that were to be paid for with the first draw on a \$2,423,000 loan from the Rural Utilities Service of the United States Department of Agriculture (RUS). When the final draw on this loan is received, a promissory note will be issued which will bear an interest rate not to exceed 2.75% and be repaid on in 40 annual payments of \$100,652. The note, when executed, will be secured by a pledge of revenues and a lien on all personal and real property owned by the Association.

Once the loan is finalized, the Association will be required to transfer \$8,388 each month to a debt service fund to be used to pay the next debt service payment. Also, for a period of 120 months, the Association will be required to transfer to a reserve account \$839 per month until \$100,652, an amount equal to one annual payment, is accumulated as a reserve.

NOTE VIII - Pension Expense

The Association provides pension benefits to eligible employees through a 401-K plan. Employees must be age 21 or over with one year of service as of either of the plan entrance dates of January 1 and July 1 to be eligible to participate. Employee participation is elective. Employees under age 50 may elect to contribute up to \$18,000 annually. Employees age 50 or over may elect to contribute up to \$24,000 annually. Employee elective contributions are matched by the employer up to 5% of employee compensation.

Under the plan, employees are immediately vested in the contributions made by the employee and are vested in the employer contributions over a five year period beginning with the date of employment as follows:

0 - 1 year	0%	3 years	60%
1 year	20%	4 years	80%
2 years	40%	5 years	100%

The Association's policy is to fund the pension expense as the liability accrues.

NOTE IX - Insurance In Force

In order to secure itself against various unexpected losses, the Association maintains insurance coverage as described below:

Description	Amount Statutory Limit	
Workers compensation		
Kentucky Association of Counties All Lines Fund		
General liability	\$	3,000,000
Real and personal property		15,000,000
Public officials		3,000,000
Auto liability		3,000,000
Auto comprehensive and collision		ACV
Public officials and employee fidelity		150,000
ERISA bond		100,000

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE X - Commitments and Contingencies

During 2017, the Association entered into various contracts for the construction of water transmission and storage improvements with an estimated total cost to complete of \$3,887,000. The Association is to provide \$657,000 of the funding for the construction project. A loan from the RUS of \$2,423,000 and a RUS grant of \$807,000 will provide the remaining funding.

Through December 31, 2017, the Association had paid \$656,008 of its \$657,000 share of the project's estimated cost. On January 4, 2018, the Association received approval for a \$202,523 first draw on the RUS loan. Those funds were deposited to the Association's accounts on January 25, 2018, and were used to pay construction costs payable.

In connection with the construction of additional water lines, the Association has received various grants. Terms of the grants include repayment of the grant funds in the event of the Association's default on its representations and warranties as specified in the grant agreements.

NOTE XI - Source of Water Supply

Through December 31, 2017, the Association purchased most of its water (69.4% during 2017) from the City of Lancaster under a contract dated March 25, 1970. This contract was replaced by a new contract on October 3, 2017 which was effective January 1, 2018. This new contract continues the relationship between these two entities indefinitely. The Association is, therefore, dependent upon the continuing ability of the City of Lancaster to provide a sufficient supply of water.

NOTE XII- Concentration of Credit Risk

The Association is subject the credit risks associated with selling water to residential, agricultural, and commercial customers in an area where the economy is largely agricultural based.

NOTE XIII - Water Losses

During 2017, the Association incurred the following water loss:

	Gallons	
	(1,000's)	Percent
Water purchased	378,364	100.00 %
Less: metered sales to customers	(303,132)	(80.12)
unmetered sales to customers (loading stations)	(496)	(0.13)
water used by Association	(3,737)	(0.99)
Water loss	70,999	18.76 %
Breakdown of water loss:		
Line leaks	61,758	16.32 %
Tank overflows	708	0.19
Line breaks	8,533	2.25
Total water loss	70,999	<u>18.76</u> %

NOTES TO THE FINANCIAL STATEMENTS

DECEMBER 31, 2017 AND 2016

NOTE XIV- Subsequent Events

Events subsequent to December 31, 2017 have been evaluated to determine their potential impact on the financial statements. Events through February 28, 2018, the date the financial statements were available to be issued, were considered.

There were no events occurring during this period requiring disclosure in the financial statements.